

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

JOANN INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 25-10068 (CTG)

(Jointly Administered)

Re: Dkt. Nos. 6, 17 & 299

**WILMINGTON SAVINGS FUND SOCIETY, FSB'S JOINDER TO
PRELIMINARY OMNIBUS OBJECTION OF THE AD HOC TERM LOAN GROUP TO
THE DEBTORS' (I) BIDDING PROCEDURES MOTION AND
(II) CASH COLLATERAL MOTION**

Wilmington Savings Fund Society, FSB, as the Term Agent² ("WSFS") hereby joins in the *Preliminary Omnibus Objection of the Ad Hoc Term Loan Group to the Debtors' (I) Bidding Procedures Motion and (II) Cash Collateral Motion*, filed by the Ad Hoc Term Loan Group on February 6, 2025 [Dkt. No. 299]; and WSFS adopts the objections set forth therein to the:

- (i) *Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief* (the "Bidding Procedures Motion," and the proposed bidding procedures annexed thereto, the "Bidding Procedures") [Dkt. No. 17]; and
- (ii) *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Use Cash Collateral, (II) Granting Adequate Protection to Prepetition Secured Creditors, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors' mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

² Capitalized terms used but not otherwise defined herein shall the meanings ascribed to them in the Preliminary Objection (as defined below).

Related Relief [Dkt. No. 6] (the “Cash Collateral Motion” and, with the Bidding Procedures Motion, the “Motions”).

For the reasons set forth in the Preliminary Objection, WSFS requests that the Court deny approval of the Motions in accordance with the Preliminary Objection.

For the avoidance of doubt, WSFS expressly reserves all rights, claims, defenses and remedies, including, without limitation, to supplement and amend this joinder, to raise further and other objections to the Motions and the form of any interim or final order.

Dated: February 7, 2025

MORRIS JAMES LLP

/s/ Eric J. Monzo

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